BCF 53-901F

SECURITIES ACT

MATERIAL CHANGE REPORT UNDER SECTION 85(1) OF THE ACT

Item 1: **Reporting Issuer**

LOM RIVER GOLD CORPORATION

Item 2: **Date of Material Change**

June 26, 2001

Item 3: **Press Release**

The issuer issued a press release on June 26, 2001, a copy of which is attached.

Item 4/5: **Summary and Full Description of Material change**

Please see attached news release in which full disclosure is made.

Item 6: **Reliance on Section 67(2) of the Act**

This report is not being made on a confidential basis.

Item 7: **Omitted Information**

Not applicable

Item 8: **Senior Officers**

Kim M. Phillips

To obtain further information contact the Director of the issuer at 604-528-0613

Item 9: **Statement of Senior Officer**

The foregoing accurately discloses the material changes referred to herein.

DATED at Vancouver, B.C., this 26th day of June, 2001

SIGNATURE: *"Kim M. Phillips"*
PRINTED NAME: Kim M. Phillips
TITLE: Director

(must be a senior officer)

LOM RIVER GOLD CORPORATION

611-675 WEST HASTINGS STREET, VANCOUVER, BRITISH COLUMBIA V6B 1N2
TELEPHONE: (604) 528-0613 FACSIMILE: (604) 574-3627
CDNX TRADING SYMBOL - LRG

NEWS RELEASE

June 26, 2001 NEWS RELEASE # 03-01

Lom River Gold announces that Mr. Randy Butchard has been appointed as President and Director of the Company. Mr. Kim Phillips has resigned as President, but will remain as a Director and Mr. David McCue has resigned as a Director.

The agreement with Golden Exploration and Production Corp. ("Golden") (a wholly owned subsidiary of Arlington Ventures Ltd.) whereby Lom will purchase 10% of Golden's 44.1% working interest in the CNU Leda oil and gas prospect in Fresno County, California has been accepted for filing by the Canadian Venture Exchange. An update on the well re-completion program will be provided in due course.

The CNU Leda Prospect consists of two recently re-completed oil and gas wells, three PUD (Proven Undeveloped) well bore locations and the ability to obtain two additional well bores with behind pipe oil pay.

Lom has issued 2,953,990 common shares to seven of its creditors to settle $295,399 in debt. 2,302,980 common shares were issued subject to a four-month hold period expiring October 19, 2001; 21,400 common shares will be subject to a hold period expiring November 19, 2001 and 28,910 common shares will be subject to a hold period expiring December 19, 2001. 600,700 of these shares will be held in escrow under a Value Security Escrow Agreement and will be released from escrow over a three-year period. Of the shares issued under the Value Security Escrow Agreement, 60,070 shares have now been issued with a four-month hold period.

Lom closed the Private Placement of convertible debentures totaling $325,000 as announced on May 25, 2001.

Lom has received confirmation from the Canadian Venture Exchange of its acceptance of Lom's re-organization plan and it is no longer deemed to be inactive. Lom will be classified as a Tier 2 company.

On Behalf of the Board of Directors
LOM RIVER GOLD CORPORATION

"Kim M. Phillips"
Kim M. Phillips
Director